

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

RECORDATION NO. 14442-C FILED 1425

RECORDATION NO. 14442-B FILED 1425

DEC 3 1990 -3 55 PM

DEC 3 1990 -3 55 PM

November 29, 1990

INTERSTATE COMMERCE COMMISSION INTERSTATE COMMERCE COMMISSION

Honorable Noreta R. McGee
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, DC 20423

0-337A050

Dear Ms. McGee:

On behalf of Helm Financial Corporation as Agent for Robert L. Hoverson, I submit for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder, two (2) executed counterparts of a document entitled Termination of Security Agreement, executed as of November 30, 1990 (the "Termination") and two (2) executed counterparts of a document entitled Partial Termination of Agency and Management Agreement executed as of November 29, 1990 (the "Partial Termination") which should be included as part of the filing recorded on October 10, 1984, Recordation No. 14442, as the next available recordation numbers.

The executing party to the enclosed Termination of Security Agreement is:

The Philadelphia National Bank - Secured Party
Broad and Chestnut Streets
Philadelphia, PA 19107

The Termination terminates the security interest of the Secured Party in the boxcars listed in Schedule 1 to the Security Agreement, dated as of October 9, 1984, between the Secured Party and Helm Financial Corporation as the agent for Robert L. Hoverson (the "Security Agreement") filed under I.C.C. Recordation No. 14442.

A short summary of the document to appear in the ICC Index is as follows:

"Termination of Security Agreement."

Honorable Noreta R. McGee
Interstate Commerce Commission

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The executing parties to the enclosed Partial Termination of Agency and Management Agreement are:

Helm Financial Corporation - Manager
One Embarcadero Center, Suite 3500
San Francisco, CA 94111

Robert L. Hoverson - Owner
6300 Redbirdhollow Lane
Cincinnati, OH 45243


The Partial Termination terminates the Agency and Management Agreement, dated as of October 5, 1984, in respect to the boxcars listed in Exhibit A to the Partial Termination of Agency and Management Agreement, dated as of November 29, 1990, between Helm Financial Corporation and Robert L. Hoverson.

A short summary of the document to appear in the ICC Index is as follows:

"Partial Termination of Agency and Management Agreement."

Payment of the filing fee in the amount of thirty dollars (\$30.00) is included in the enclosed check for \$390.00. Once the filing has been made, please return to bearer the stamped counterparts of the Termination and Partial Termination not needed for your files, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this transmittal letter.

Sincerely,


Susan C. Stott
Director of Operations

SCS:po

14442-C
RECORDATION NO. 14442
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INTERSTATE COMMERCE COMMISSION
**PARTIAL TERMINATION OF
AGENCY AND MANAGEMENT AGREEMENT**

THIS PARTIAL TERMINATION OF AGENCY AND MANAGEMENT, dated as of November 29, 1990, by **HELM FINANCIAL CORPORATION**, a California corporation, as Manager (the "**Manager**"), for the benefit of **ROBERT L. HOVERSON**, an individual ("**Owner**").

1. Recitals. Owner owns ten (10) boxcars bearing American Association of Railroad Designation Numbers as listed on Exhibit A attached hereto (the "**Units**") which Units are subject to an Agency and Management Agreement dated as of October 24, 1984 between Owner and Manager and such Agency and Management Agreement is on file at the Interstate Commerce Commission ("**ICC**") under Recordation No. 14442-A filed on October 10, 1984 at _____ a.m.

Owner is planning to sell the units to a third party as permitted by the Agency and Management Agreement and desires to do so free and clear of any lien.

2. Termination of Interest. The Owner's and Manager's interest in the Units shall be and is hereby terminated upon the filing of this Partial Termination which the ICC and all of the Owner's and Manager's right, title and interest in and to the Units shall and has become null and void.

This Release shall have no effect on the Owner's and Manager's interest in and lien on any collateral other than the Units and said interest in and lien on such other collateral is hereby reaffirmed.

IN WITNESS WHEREOF, the parties, pursuant to due authority, have executed this Partial Termination of Agency and Management Agreement as of the date first above written.

HELM FINANCIAL CORPORATION

ROBERT L. HOVERSON

Name: Dwight E. [Signature]

By: Robert L. [Signature]

Title: 11/28/90

Title: Executive Vice President

STATE OF CALIFORNIA)
) S
COUNTY OF SAN FRANCISCO)

On this 28th day of November, 1990, before me personally appeared David R. Eckles, to me personally known, who, being by me duly sworn, says that he is Exec. Vice Pres of HELM FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Karen Staudenmaier
Notary Public

My Commission Expires:

July 26, 1993



[Notarial Seal]

STATE OF OHIO)
) S
COUNTY OF BRADLEY)

On this 29th day of November, in the year 1990, before the undersigned, a Notary Public in and for the State of OHIO, personally appeared Robert L. Hoverson, known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

Brenda L. Oswald (Oswald)
Notary Public

BRENDA L. OSWALD
Notary Public

My Commission Expires:

My Commission Expires Oct. 30, 1992

[Notarial Seal]

EXHIBIT A

<u>Equipment Description</u>	<u>Quantity</u>	<u>Equipment Nos.</u>
The equipment consist of	10	BO 401100
ten (10) 70 ton 50'6"		BO 401104
boxcars with related		BO 401105
accessories bearing the		BO 401108
following road numbers:		BO 401109
		BO 401111
		BO 401114
		BO 401115
		BO 401118
		BO 401123